

DUCKET FILE COPY ORIGINAL

Before the  
**FEDERAL COMMUNICATIONS COMMISSION**  
Washington, D.C. 20554

In the Matter of Transfer of Control of	)	
	)	
<b>FairPoint Communications, Inc. and its Subsidiaries</b>	)	
	)	
<b>Thomas H. Lee Equity Fund IV, L.P.</b>	)	
Transferor	)	
	)	
<b>Shareholders of FairPoint Communications, Inc.</b>	)	
Transferee	)	
	)	
For Transfer of Control of Corporations Holding	)	
Domestic Blanket Authorizations under Section 214	)	
of the Communications Act	)	

**APPLICATION FOR STREAMLINED TRANSFER OF CONTROL  
OF DOMESTIC BLANKET SECTION 214 AUTHORIZATIONS**

FairPoint Communications, Inc. ("FairPoint"), the ultimate parent corporation of the twenty-six (26) Rural Local Exchange Carriers ("RLECs") listed on Attachment 1 and the eighteen (18) domestic long distance toll carriers ("IXCs") listed on Attachment 2, hereby requests streamlined Commission authorization for the transfer of control of the domestic blanket Section 214 authorizations held by those twenty-six RLECs and eighteen IXCs from Thomas H. Lee Equity Fund IV, L.P. ("THL"), the entity that currently exercises de facto control over FairPoint, to the proposed new and future public shareholders of FairPoint.

The subject transfer of control is the result of the proposed issuance by FairPoint of Income Deposit Securities ("IDSs") in a public offering that has been registered with the Securities and Exchange Commission ("SEC"), and that will be initiated on or about July 1, 2004, after receipt of the required regulatory approvals. Each IDS will represent

one share of common stock of FairPoint and a senior subordinated note of FairPoint. The IDSs will be listed on one or more stock exchanges, and may be separated into shares of common stock and senior subordinated notes.

As a result of the proposed public offering of IDSs, THL's share of FairPoint's common stock will decrease from approximately 43.0 percent to approximately 12.5 percent (subject to final determination of these percentages at the close of the public offering). Although FairPoint believes that THL will remain FairPoint's largest shareholder immediately following the public offering, THL will hold a much smaller percentage of FairPoint's equity and will, in all likelihood, not constitute FairPoint's primary future option for additional equity and debt funding.

FairPoint presently is a closely-held corporation. After completion of the public offering, approximately 68.0 percent of its common stock will be held by public shareholders (subject to final determination of such percentage at the close of the public offering). As required by federal securities law, following the public offering, a majority of the directors on FairPoint's seven-person Board will be independent directors. Whereas the entities holding FairPoint's publicly traded stock will change from time to time, FairPoint expects that such entities will be primarily individuals, mutual funds, pension funds and other institutional investors. In other words, FairPoint does not expect that a significant portion of its publicly traded stock will be acquired or held by other telecommunications providers, and recognizes that any telecommunications provider seeking to acquire legal or de facto control of FairPoint by acquiring and holding substantial blocks of its publicly traded stock would have to obtain the consent of the Commission.

The proposed transformation of FairPoint from a closely-held corporation to a publicly traded corporation will have no impact upon the geographic areas served or the services provided by FairPoint's twenty-six RLEC subsidiaries or FairPoint's eighteen IXC subsidiaries<sup>1</sup>.

In accordance with the requirements of Section 63.04(a) of the Commission's Rules, the applicants submit the following information:

**(1) Name, address and telephone number of each applicant:**

**Applicant:**

FairPoint Communications, Inc.  
521 East Morehead Street (Suite 250)  
Charlotte, North Carolina 28202  
Telephone: (704) 344-8150  
Facsimile: (704) 344-1594

**Transferor:**

Thomas H. Lee Equity Fund IV, L.P.  
100 Federal Street, 35<sup>th</sup> Floor  
Boston, Massachusetts 02110  
Telephone: (617) 227-1050  
Facsimile: (617) 227-3514

**Transferees:**

Shareholders of FairPoint Communications, Inc.  
c/o FairPoint Communications, Inc.  
521 East Morehead Street (Suite 250)  
Charlotte, North Carolina 28202  
Telephone: (704) 344-8150  
Facsimile: (704) 344-1594

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<sup>1</sup> FairPoint directly owns 100 percent of the stock of six intermediate subsidiaries, including ST Enterprises, Ltd, MJD Ventures, Inc, MJD Services Corp, and FairPoint Carrier Services, Inc. The first three of these intermediate subsidiaries, in turn, own all of the stock of FairPoint's twenty-six RLEC subsidiaries and seventeen of its eighteen IXC subsidiaries. FairPoint Carrier Services, Inc itself also provides long distance toll services.

**(2) Government, state or territory under the laws of which each corporate or partnership applicant is organized:**

FairPoint Communications, Inc. is a Delaware corporation.

Thomas H. Lee Equity Fund IV, L.P. is a Delaware limited partnership.

**(3) Name, title, post office address, and telephone number of the officer or contact point to whom correspondence concerning the application is to be addressed:**

**For FairPoint Communications, Inc.:**

Shirley J. Linn, Esquire  
Vice President and General Counsel  
FairPoint Communications, Inc.  
521 East Morehead Street (Suite 250)  
Charlotte, North Carolina 28202  
Telephone: (704) 344-8150  
Facsimile: (704) 344-1594

With a copy to Counsel:  
Gerard J. Duffy, Esquire  
Blooston, Mordkofsky, Dickens, Duffy & Prendergast  
2120 L Street, N.W. (Suite 300)  
Washington, D.C. 20037  
Telephone: (202) 659-0830  
Facsimile: (202) 828-5568

**For Thomas H. Lee Equity Fund IV, L.P.:**

Kent R. Weldon  
Thomas H. Lee Equity Fund IV, L.P.  
100 Federal Street, 35<sup>th</sup> Floor  
Boston, Massachusetts 02110  
Telephone: (617) 227-1050  
Facsimile: (617) 227-3514

With a copy to Counsel:  
Charles W. Robins, Esquire  
Weil Gotshal & Manges LLP  
100 Federal Street, 34<sup>th</sup> Floor  
Boston, Massachusetts 02110  
Telephone: (617) 772-8300  
Facsimile: (617) 772-8333

- (4) Name, address, citizenship and principal business of any person or entity that will directly own at least ten (10) percent of the equity of the Applicant, and the percentage of equity that will be owned by each of those entities (to the nearest one (1) percent):

**Ownership of FairPoint Communications, Inc. after the public offering:**

<u>Name &amp; Address</u>	<u>% Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Thomas H. Lee Equity Fund IV, L.P. 100 Federal Street, 35 <sup>th</sup> Floor Boston, MA 02110	12.5%*	DE L.P.	Investments

The general partner of Thomas H. Lee Equity Fund IV, L.P. is THL Equity Advisors, IV, LLC. No single individual or entity holds a 10 percent or greater interest in THL and its affiliated funds.

Kelso Investment Associates V, L.P. 320 Park Avenue, 24th Floor New York, NY 10022	10.6%*	DE L.P.	Investments
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The general partners of Kelso Investment Associates V, L.P. ("KIA V") are Kelso Partners V, L.P. and Kelso KP V, L.P., a limited partner of KIA V, which, in turn, are owned by Messrs Frank T. Nickell, Joseph S. Schuchert, Thomas R. Wall, IV, George E. Matelich, Michael B. Goldberg, David I. Wahrhaftig, Frank K. Bynum, Jr. and Philip E. Berney, each of whom is a U.S. citizen. The capital, directly or indirectly, invested by each general partner with respect to FairPoint through KIA V constitutes less than 1% of the total capital investment of KIA V.

\* Exact percentages to be determined at the close of the public offering.

- (5) Certification pursuant to 47 C.F.R. Sections 1.2001 through 1.2003 that no party to the application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

FairPoint and THL hereby certify, pursuant to 47 C.F.R. Sections 1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

**(6) Description of the transaction:**

The transaction is a public offering by FairPoint of Income Deposit Securities ("IDSs") that will be registered with the Securities and Exchange Commission. Each IDS will represent one share of common stock of FairPoint and a senior subordinated note of FairPoint. The IDSs will be listed on one or more stock exchanges, and may be separated into shares of common stock and senior subordinated notes.

FairPoint presently is a closely-held corporation. It has been deemed to be under the de facto control of THL: (a) because THL has been its single largest shareholder (presently holding approximately 43.0 percent of its common stock); and (b) because THL has been one of FairPoint's primary options for additional equity and debt financing.

At the completion of the proposed public offering of IDSs, public shareholders will hold approximately 68.0 percent of FairPoint's common stock while THL's holdings will have decreased to approximately 12.5 percent (subject to final determination of these percentages at the close of the public offering). THL will no longer be FairPoint's primary future option for additional equity and debt funding.

FairPoint's new public shareholders will be primarily individuals, mutual funds, pension funds and other institutional investors. As required by federal securities law, following the public offering, a majority of the directors on FairPoint's seven-person Board will be independent directors.

**(7) Description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:**

Transferor THL is an investment partnership that does not offer domestic telecommunications services.

FairPoint's prospective public shareholders are individuals, mutual funds, pension funds and other institutional investors that generally do not offer domestic telecommunications services. FairPoint does not expect that a significant portion (if any) of its publicly traded stock will be acquired or held by other telecommunications providers. In the event any telecommunications provider seeks to acquire legal or de facto control of FairPoint by acquiring and holding substantial blocks of its publicly traded stock, such telecommunications provider will have to obtain the prior consent of this Commission

FairPoint's twenty-six RLEC subsidiaries (see Attachment 1) provide wireline local exchange service and exchange access service to residential and business customers in approximately 143 local telephone exchanges (approximately 264,300 aggregate access lines) in seventeen states (Alabama, Colorado, Florida, Georgia, Idaho,

Illinois, Kansas, Massachusetts, Maine, New Hampshire, New York, Ohio, Oklahoma, Pennsylvania, Virginia, Vermont and Washington).

FairPoint's eighteen IXC subsidiaries (see Attachment 2) provide domestic and international long distance toll services to approximately 79,351 residential and business customers, primarily in the same seventeen states.

Other FairPoint subsidiaries provide Internet access and cable television services.

The proposed transformation of FairPoint from a closely-held corporation to a publicly traded corporation will have no impact upon the geographic areas served or the services provided by any of FairPoint's subsidiaries, including its twenty-six RLEC subsidiaries and its eighteen IXC subsidiaries.

**(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:**

The streamlined procedures provided in Section 63.03(b) of the Commission's Rules apply to all transfer of control applications in which the transferee is not a telecommunications provider. Here, neither the Transferor THL nor the prospective public shareholder transferees will be telecommunications providers. As indicated above, FairPoint expects that its prospective public shareholders will be individuals, mutual funds, pension funds and other institutional investors that do not offer domestic telecommunications services. FairPoint does not expect that a significant portion (if any) of its publicly traded stock will be acquired or held by other telecommunications providers. In the event any telecommunications provider seeks to acquire legal or de facto control of FairPoint by acquiring and holding substantial blocks of its publicly traded stock, such telecommunications provider will have to obtain the prior consent of this Commission.

FairPoint and its subsidiaries have a market share in the interstate, interexchange market of less than 10 percent. FairPoint's RLEC subsidiaries have, in combination, fewer than two (2) percent of the nation's subscriber lines installed in the aggregate nationwide. None of these interstate, interexchange or local exchange services or markets will be expanded, contracted, or otherwise changed as the result of FairPoint's proposed public offering.

**(9) Identification of all other Commission applications related to the same transaction:**

FairPoint will be filing an application for transfer of control of itself and its sixteen subsidiaries that hold International Section 214 authorizations for the resale of switched international telecommunications services. These subsidiaries include Chautauqua & Erie Communications, Inc. (File No. ITC-T/C-20000321-00174); Comerco, Inc. (File No. ITC-214-20030521-00254); C-R Long Distance, Inc. (File No. ITC-214-20000320-00156); El Paso Long Distance Telephone Company (File No. ITC-T/C-20000224-00122); Elltel Long Distance Corp. (File No. ITC-T/C-20000224-00123); FairPoint Carrier Services, Inc. (f/k/a FairPoint Communications Corp ) (File No. ITC-T/C-20000321-00173); Fretel Communications, LLC (File No. ITC-T/C-20000420-00238); GTC, Inc. (File No. ITC-214-20011019-00531); Mariana Tel. Inc. (File No. ITC-214-20011025-00599); Orwell Communications, Inc. (File No. ITC-214-20001019-00628); Peoples Mutual Long Distance Company (File No. ITC-214-20001207-00717); Quality One Technologies, Inc. (File No. ITC-214-19990713-00464); ST Long Distance, Inc. (File No. ITC-T/C-20000224-00121); St. Joe Communications, Inc. (File No. ITC-T/C-20000224-00119); Taconic TelCom Corp. (File No. ITC-98-042-TC); and UI Long Distance, Inc. d/b/a Northland Long Distance (File No. ITC-214-20030206-00049).

FairPoint and its subsidiary Ellensburg Telephone Company will be filing applications for transfer of control of Common Carrier Fixed Point-to-Point Microwave Service Stations WBA948, WHA480, WHA481, WHA482, WHA483, WLA950, WLA951, WLL885 and WLL886; and of Conventional Industrial/Business Pool Service Stations KTW706 and WNWB647.

FairPoint and its subsidiary Fremont Telcom Co. will be filing applications for transfer of control of Common Carrier Fixed Point-to-Point Microwave Service Stations KPW88, WAX76, WAX77 and WMT361.

FairPoint and its subsidiary Columbine Acquisition Corp. will be filing applications for transfer of control of Basic Exchange Telephone Radio Service Station KNKO928 and Conventional Industrial/Business Pool Service Station KNCY636.

FairPoint and its subsidiary Sunflower Telephone Company, Inc. will be filing applications for transfer of control of Conventional Industrial/Business Pool Service Stations KA73550, KNDR226, W GK687, W GK689, W GK690 and WQM412.

FairPoint and its subsidiary GTC, Inc. will be filing applications for transfer of control of Conventional Industrial/Business Pool Service Stations KFF408, KZD982, WPEZ784, WPHY754 and WZQ767.

FairPoint and its subsidiary Northland Telephone Company of Maine, Inc. will be filing an application for transfer of control of Conventional Industrial/Business Pool Service Station KFZ616.

FairPoint and its subsidiary Taconic Telephone Corp. will be filing an application for transfer of control of Conventional Industrial/Business Pool Service Station KCQ829.

FairPoint and its subsidiary Standish Telephone Company will be filing an application for transfer of control of Conventional Industrial/Business Pool Service Station KCG973

FairPoint and its subsidiary China Telephone Co. will be filing an application for transfer of control of Conventional Industrial/Business Pool Service Station WSH605.

FairPoint and its subsidiary Peoples Mutual Telephone Company will be filing an application for transfer of control of Conventional Industrial/Business Pool Service Station WYK256.

FairPoint and its subsidiary YCOM Networks Inc. will be filing an application for transfer of control of Conventional Industrial/Business Pool Service Station KAX660.

FairPoint and its subsidiary Community Service Telephone Co. will be filing an application for transfer of control of Conventional Industrial/Business Pool Service Station WXH844.

FairPoint and its subsidiary Odin Telephone Exchange Inc. will be filing an application for transfer of control of Conventional Industrial/Business Pool Service Station KXQ365.

**(10) Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:**

No party to the transaction is facing imminent business failure. Therefore, the applicants are not requesting special consideration because a party to the transaction is facing imminent business failure.

**(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction:**

There are no separately filed waiver requests being sought in conjunction with the transaction.

**(12) Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:**

The proposed public offering is intended to increase the operating and financial flexibility of FairPoint and its subsidiaries by lowering their overall cost of capital and reducing their dependence upon debt financing.

There will be no immediate changes in FairPoint's services or service areas as the result of its transformation from a closely-held corporation to a publicly traded corporation. However, as its publicly traded status enables FairPoint to raise additional financing at more economically reasonable rates, it will be better able to make the investments necessary to compete vigorously and effectively in telecommunications and information service markets. FairPoint's subsidiaries today compete with a variety of wireless, domestic and international toll, local exchange, cable television, voice over Internet Protocol, Internet access and other service providers, and this competition is expected to become more and more vigorous in the future. By transforming itself into a publicly traded corporation, FairPoint will increase its financial strength and flexibility to continue to offer competitive services in the future.

### Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to grant its authorization, on a streamlined basis, for control of the domestic blanket Section 214 authorizations held by FairPoint's subsidiaries to be transferred from THL to the new public shareholders of FairPoint. The Commission is respectfully requested to place this application on public notice as soon as possible, so that a grant or deemed grant of the Commission's consent can be obtained prior to June 1, 2004, so that FairPoint's public offering can commence on or about July 1, 2004.

Respectfully submitted,

**FAIRPOINT COMMUNICATIONS, INC.**

**THOMAS H. LEE EQUITY  
FUND IV, L.P.**

By Shirley J. Linn

By: Thomas H. Lee Equity  
Advisors IV, LLC  
Its sole general partner

Printed Name: Shirley J. Linn

Title Vice President

By: \_\_\_\_\_  
Kent Weldon  
Title: Managing Director

Date April 2, 2004

Date \_\_\_\_\_

**Conclusion**

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to grant its authorization, on a streamlined basis, for control of the domestic blanket Section 214 authorizations held by FairPoint's subsidiaries to be transferred from THL to the new public shareholders of FairPoint. The Commission is respectfully requested to place this application on public notice as soon as possible, so that a grant or deemed grant of the Commission's consent can be obtained prior to June 1, 2004, so that FairPoint's public offering can commence on or about July 1, 2004.

Respectfully submitted,


**FAIRPOINT COMMUNICATIONS, INC.**

**THOMAS H. LEE EQUITY  
FUND IV, L.P.**

By \_\_\_\_\_

By: Thomas H. Lee Equity  
Advisors IV, LLC  
Its sole general partner

Printed Name: \_\_\_\_\_

By:   
Kent Weldon  
Title: Managing Director

Title \_\_\_\_\_

Date \_\_\_\_\_

Date 4/2/04

**FAIRPOINT COMMUNICATIONS, INC.  
RLEC SUBSIDIARIES**

<b><u>RLEC Subsidiary</u></b>	<b><u>States Where Operate</u></b>
<b>ST Enterprises, Ltd. (Intermediate Subsidiary)</b>	
STE/NE Acquisition Corp.	
d/b/a Northland Telephone Co of Vermont	Vermont
Sunflower Telephone Company, Inc.	Kansas and Colorado
Northland Telephone Company of Maine, Inc.	Maine and New Hampshire
<b>MJD Ventures, Inc. (Intermediate Subsidiary)</b>	
Marianna and Scenery Hill Telephone Company	Pennsylvania
The Columbus Grove Telephone Company	Ohio
C-R Telephone Company	Illinois
Taconic Telephone Corp.	New York and Massachusetts
Ellensburg Telephone Company	Washington
Sidney Telephone Company	Maine
Standish Telephone Company	Maine
China Telephone Company	Maine
Maine Telephone Company	Maine
Chouteau Telephone Company	Oklahoma
Chautauqua and Erie Telephone Corporation	New York
The Orwell Telephone Company	Ohio
GTC, Inc.	Florida, Alabama & Georgia
Peoples Mutual Telephone Company	Virginia
Fremont Telcom Co.	Idaho
YCOM Networks, Inc.	Washington
Community Service Telephone Co.	Maine
<b>MJD Services Corp. (Intermediate Subsidiary)</b>	
Bluestem Telephone Company	Kansas
Big Sandy Telecom, Inc.	Colorado
Odin Telephone Exchange, Inc.	Illinois
Columbine Telecom Company	Colorado
The El Paso Telephone Company	Illinois
Yates City Telephone Company	Illinois

**FAIRPOINT COMMUNICATIONS, INC.  
IXC SUBSIDIARIES**

<b><u>IXC Subsidiary</u></b>	<b><u>States Where Operate</u></b>
<b>FairPoint Carrier Services, Inc.</b>	<b>Nationwide</b>
<b>ST Enterprises, Ltd. (Intermediate Subsidiary)</b> ST Long Distance, Inc.	Colorado, Kansas, Vermont & New Hampshire
<b>MJD Ventures, Inc. (Intermediate Subsidiary)</b> Marianna Tel, Inc. C-R Long Distance, Inc. Taconic TelCom Corp. Elltel Long Distance Corp. UI Long Distance, Inc. Chouteau Telecommunications & Electronics, Inc. Chautauqua & Erie Communications, Inc. Orwell Communications, Inc. St. Joe Communications, Inc. GTC, Inc. Peoples Mutual Long Distance Company Fretel Communications, LLC Comerco, Inc. Quality One Technologies, Inc. CommTEL Communications Inc.	Pennsylvania Illinois New York Washington Maine Oklahoma New York Ohio Florida, Alabama & Georgia Florida Virginia Idaho Washington Ohio Maine
<b>MJD Services Corp. (Intermediate Subsidiary)</b> El Paso Long Distance Company	Illinois

**CERTIFICATE OF SERVICE**

I, Kelly Laraia, hereby certify that a copy of the foregoing **"Application for Streamlined Transfer of Control of Blanket Section 214 Authorizations"** was served this 5th day of April, 2004, by first class mail as indicated, to the persons listed below.

The Honorable Colin L. Powell  
Secretary of State  
United States Department of State  
2201 C Street, N.W  
Washington, D.C 20520

The Honorable Donald H. Rumsfeld  
Secretary of Defense  
1000 Defense Pentagon  
The Pentagon  
Washington, D.C 20301

The Honorable Bob Riley  
Office of the Governor  
State Capitol  
600 Dexter Avenue  
Montgomery, Alabama 36130

The Honorable Jeb Bush  
Executive Office of the Governor  
400 S. Monroe Street  
The Capitol  
Tallahassee, Florida 32399-0001

The Honorable Sonny Perdue  
Office of the Governor  
State of Georgia  
203 State Capitol  
Atlanta, GA 30334

The Honorable Kathleen Sebelius  
Office of the Governor  
300 SW 10th Ave., Ste. 212S  
Topeka, KS 66612-1590

The Honorable Bill Owens  
Office of the Governor  
136 State Capitol  
Denver, CO 80203-1792

The Honorable Gary Locke  
Office of the Governor  
PO Box 40002  
Olympia, WA 98504-0002

The Honorable Dirk Kempthorne  
Office of the Governor  
700 West Jefferson, 2nd Floor  
PO Box 83720  
Boise, Idaho 83720-0034

The Honorable George E. Pataki  
Office of the Governor  
State Capitol  
Albany, NY 12224

Governor Edward G. Rendell's Office  
225 Main Capitol Building  
Harrisburg, Pennsylvania 17120

The Honorable Bob Taft  
30th Floor  
77 South High Street  
Columbus, Ohio 43215-6117

The Honorable Rod Blagojevich  
Office of the Governor  
207 State House  
Springfield, IL 62706

The Honorable Craig Benson  
Office of the Governor  
107 North Main Street  
Room 208  
Concord, NH 03301

The Honorable Mitt Romney  
State House  
Office of the Governor  
Room 360  
Boston, MA 02133

The Honorable John Elias Baldacci  
Office of the Governor  
#1 State House Station  
Augusta, ME 04333-0001

The Honorable Brad Henry  
Governor's Office  
State Capitol Building  
2300 N Lincoln Blvd  
Room 212  
Oklahoma City, OK 73105

The Honorable Mark R Warner  
State Capitol, 3rd Floor  
Richmond, Virginia 23219

The Honorable Jim Douglas  
109 State Street, Pavilion  
Montpelier, Vermont 05609

Qualex International  
445 12<sup>th</sup> Street, S.W , CY-B402  
Washington, D.C. 20054

  
\_\_\_\_\_  
Kelly Laraia

Blooston, Mordkofsky, Dickens, Duffy & Prendergast  
2120 L Street, N.W.  
Suite 300  
Washington, DC 20037-1563  
(202) 659-0830

SUNTRUST BANK  
CHARLOTTESVILLE, VA 22903  
68-2/510

4027

4/5/2004

PAY TO THE ORDER OF Federal Communications Commission

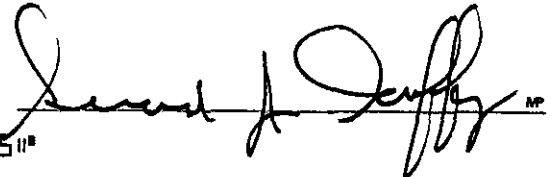
\$ \*\*860 00

Eight Hundred Sixty and 00/100\*\*\*\*\*

DOLLARS

Federal Communications Commission

MEMO FairPoint Communications, Inc.



⑈004027⑈ ⑈051000020⑈ 206559445⑈

Blooston, Mordkofsky, Dickens, Duffy & Prendergast  
Federal Communications Commission

4027

4/5/2004

Date	Type	Reference	Original Amt	Balance Due	Discount	Payment
04/05/2004	Bill	4792	860 00	860.00		860.00
				Check Amount		860.00

Checking account

FairPoint Communications, Inc.

860.00

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING  (1) LOCKBOX #  <b>358145</b>	FEDERAL COMMUNICATIONS COMMISSION <b>REMITTANCE ADVICE</b>	Approved by OMB 3060-0589 Page No <u>1</u> of <u>1</u> SPECIAL USE FCC USE ONLY
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SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) <b>Blooston, Mordkofsky, Dickens, Duffy &amp; Prendergast</b>		(3) TOTAL AMOUNT PAID (U S Dollars and cents) <b>\$860.00</b>	
(4) STREET ADDRESS LINE NO 1 <b>2120 L Street, NW</b>			
(5) STREET ADDRESS LINE NO 2			
(6) CITY <b>Washington</b>		(7) STATE <b>DC</b>	(8) ZIP CODE <b>20037</b>
(9) DAYTIME TELEPHONE NUMBER (include area code) <b>(202) 659-0830</b>		(10) COUNTRY CODE (if not in U S A )	
FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED			
(11) PAYER (FRN) <b>0003-7141-93</b>		(12) PAYER (TIN) <b>52-1136273</b>	
IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)			
(13) APPLICANT NAME <b>FairPoint Communications, Inc.</b>			
(14) STREET ADDRESS LINE NO 1 <b>521 East Morehead Street (Suite 250)</b>			
(15) STREET ADDRESS LINE NO 2			
(16) CITY <b>Charlotte</b>		(17) STATE <b>NC</b>	(18) ZIP CODE <b>28202</b>
(19) DAYTIME TELEPHONE NUMBER (include area code) <b>(704) 344-8150</b>		(20) COUNTRY CODE (if not in U S A )	
FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED			
(21) APPLICANT (FRN) <b>0007709991</b>		(22) APPLICANT (TIN)	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE <b>CUT</b>	(25A) QUANTITY <b>1</b>
(26A) FEE DUE FOR (PTC) <b>860.00</b>	(27A) TOTAL FEE <b>860.00</b>	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	

SECTION D - CERTIFICATION	
(30) CERTIFICATION STATEMENT I, _____, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief SIGNATURE _____ DATE _____	

SECTION E - CREDIT CARD PAYMENT INFORMATION			
(31) <input checked="" type="checkbox"/> MASTERCARD <input type="checkbox"/> VISA	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="text-align: center;">           MASTERCARD/VISA ACCOUNT NUMBER            _____         </td> <td style="text-align: center;">           EXPIRATION            _____         </td> </tr> </table>	MASTERCARD/VISA ACCOUNT NUMBER _____	EXPIRATION _____
MASTERCARD/VISA ACCOUNT NUMBER _____	EXPIRATION _____		
I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described SIGNATURE _____ DATE _____			